

**FORM 51-102F3**

*Material Change Report*

**Item 1: Name and Address of Company**

**WPC RESOURCES INC.**  
202 – 750 Pender Street  
Vancouver, BC V6C 2T7

**Item 2: Date of Material Change**

October 29, 2014

**Item 3: News Release**

October 29, 2014, at Vancouver, BC, Canada.

**Item 4: Summary of Material Change**

WPC Resources Inc. reports that it has received the next round of surface sampling analyses for its 100% owned Hood River gold property in Nunavut, northern Canada.

**Item 5: Full Description of Material Change**

See attached news release.

**Item 6: Reliance on subsection 7.1(2) or (3) of National Instrument 51-102**

N/A.

**Item 7: Omitted Information**

None.

**Item 8: Executive Officer**

Stephen Wilkinson, President  
Telephone: (604)685-1144

**Item 9: Date of Report**

October 30, 2014



R E S O U R C E S I N C

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Issued and Outstanding: 52,957,304 Common Shares

October 29, 2014

## WPC RESOURCES SECOND ROUND OF SURFACE SAMPLING ON HOOD RIVER GOLD PROPERTY, NUNAVUT

Vancouver, British Columbia – WPC Resources Inc. (the “Company” or “WPC”) is pleased to report that it has received the next round of surface sampling analyses for its 100% owned Hood River gold property in Nunavut, northern Canada. The results of geochemical analyses are reported from the North Fold Nose and the Second Lake gold zones. Each sample was analysed for 37 elements including gold (Au), silver (Ag), copper (Cu), zinc (Zn) and lead (Pb). Highlights of the field observations and descriptions with geochemical results by showing as received to date are:

### North Fold Zone Showing

The North Fold Nose Zone (the “NFN”) is located in the northwest corner of the Hood River property about 5km north of and on-strike from the Flood Zone of the Ulu gold deposit (see attached Map). The NFN is reportedly the northern most gold occurrence of a string of mineralized zones that occur along the east arm of the regional scale Ulu antiform. The NFN zone is exposed as mineralized talus boulders, some up to 2.5m across hosted within a locally silicified basaltic unit.

Table One: List of geochemical results of sawn channel samples from the North Fold Nose gold zone taken during the 2014 exploration program.

SAMPLE LOCATION	SAMPLE NUMBER	SAMPLE WIDTH (m)	Au ppm	Ag ppm
North Fold Nose	R461203	0.70	1.06	10.9
North Fold Nose	R461204	0.90	2.08	3.3
North Fold Nose	R461205	0.30	8.66	12.7
North Fold Nose	R461206	1.20	4.78	1.9
North Fold Nose	R461207	1.50	25.40	25.0
North Fold Nose	R461238	1.00	9.98	3.9
North Fold Nose	R461239	1.30	1.34	2.9
North Fold Nose	R461240	0.70	5.02	18.6
North Fold Nose	R461242	0.70	4.07	5.6
North Fold Nose	R461245	1.00	4.11	5.7
North Fold Nose	R461246	1.00	2.82	2.4
North Fold Nose	R461247	1.00	1.90	2.5
North Fold Nose	R461248	0.80	16.60	11.3
North Fold Nose	R461249	1.00	31.00	21.3
North Fold Nose	R461250	0.70	4.03	10.1

As contained in the Company's recent "Technical Report on the Hood River Property, Nunavut, Canada", surface grab sampling of the NFN reported values of 27.7 g/t Au and 66.0 g/t Au from a 40m long rubble zone of quartz vein fragments up to 1m wide. Also in the technical report were the historical results of drilling of the NFN conducted in by BHP Minerals where diamond drill hole 90VD-81 returned 6.03m grading 7.31 g/t Au, including 25.63 g/t Au over 1.54m at a vertical depth of 60m. Drill hole 91VD-111 was drilled below the trace of hole 90VD-81 and intersected 9.16 g/t Au over 6.88m at a vertical depth of 95m below surface.

The NFN returned several high-grade gold and silver results from the 2014 exploration program including 25.4 ppm Au and 25.0 ppm Ag across a width of 1.50m, and 31.0 ppm Au and 21.3 ppm over 1.0m. Table One is a list of samples returning greater than 1.0 ppm Au.

### Second Lake Showing

The Second Lake showing is one of several gold zones that comprise the North Penthouse area in the east central part of the Hood River concessions. It was discovered in the late 1980's by BHP Mineral which reported a single geochemical sample of 21,200 ppb Au from a narrow silicified shear that occurs along the mafic volcanic-gabbro contact. The sample contained 10% fine-grained acicular arsenopyrite in a basaltic unit that is strongly actinolite-altered.

*Table Two: List of samples and results from the Second Lake gold zone in the Penthouse Lake area taken during the 2014 exploration program.*

SAMPLE LOCATION	SAMPLE NUMBER	SAMPLE WIDTH	Au ppm	Ag ppm	Cu ppm	Zn ppm
SECOND LAKE	R461015	Grab	0.69	262.0	255	5,070
SECOND LAKE	R461016	Grab	1.35	45.2	488	5,590
SECOND LAKE	R461017	Grab	7.22	78.8	277	1,875
SECOND LAKE	R461018	Grab	0.31	11.3	155	141
SECOND LAKE	R461019	Grab	0.44	12.8	299	185
SECOND LAKE	R461105	Grab	1.34	5.9	98	113
SECOND LAKE	R461108	Grab	5.52	339.0	392	10,400
SECOND LAKE	R461110	2.00	2.66	98.0	123	4,380

The analyses of the samples taken from the Second Lake showing during the 2014 field work return several good results for gold but also showed silver content higher than most of the other occurrences within the Hood River concessions. Accompanying the higher silver are anomalous values of zinc and copper.

### **Qualified Person and NI 43-101 Disclosure**

Mr. Bruce E. Goad, P.Geo, B.Sc. (Hon.), M.Sc., has reviewed and approved the technical contents of this news release. Mr. Goad is a qualified person as described by National Instrument 43-101.

### **Quality Assurance and Quality Control Procedures & Protocols**

WPC Resources maintained a rigorous quality control and chain of custody program with respect to the acquisition, preparation, shipping, analysis and checking of all samples and data from the property. Each sample was shipped from the property in a secured numbered/tagged plastic sample bag that was subsequently sealed

with other samples within a standard rice bag. The rice bag was then labeled, and secured with a numbered tamper-proof seal. The samples arrived and were prepared in the ALS Minerals Yellowknife preparation lab and subsequently were transferred to ALS Minerals of Vancouver, B.C., for analysis. ALS Minerals is an accredited laboratory. ALS Minerals employed a program of QA/QC by the insertion of standards and blanks into the sample stream. WPC Resources relied on ALS Minerals for the running of duplicate samples. As part of a comprehensive QA/QC program, WPC Resources also inserted standard and blank samples into the sample stream at source. One standard was inserted into the sample stream in each group of 20 samples; in addition, one blank was also inserted into each group of 20 samples.

On site quality control as carried out by WPC Resources employees was under the supervision of Bruce Goad.

### **About WPC Resources Inc.**

WPC is Vancouver, British Columbia-based gold exploration company focused on mineral exploration and development. The Company has recently entered into agreements to acquire a 100% interest in the 8,000 ha Hood River property in Nunavut and to earn up to an 80% interest in the advanced Ulu gold project and adjacent prospects from Elgin Mining Inc. These properties contiguously cover more than 9,000 ha of the High Lake greenstone belt that is well known for hosting high-grade gold occurrences. The Company is listed on the TSX-V with the trading symbol: **WPQ**.

For additional information, please contact:

Stephen Wilkinson, President

Telephone: (604) 685-1144

### **CAUTIONARY NOTE REGARDING FORWARD-LOOKING STATEMENTS AND INFORMATION**

This news release contains certain "forward-looking information" within the meaning of Canadian securities laws. Actual results may differ materially from those indicated by such forward-looking information. All information included herein, other than statements of historical fact, including, without limitation, information regarding future production, is considered forward-looking information and involves various risks and uncertainties. There can be no assurance that the forward-looking information will prove to be accurate, as actual results and future events could differ materially from those anticipated in such information. Neither the TSX Venture Exchange nor its Regulation Services Provider (as that term is defined in the Policies of the TSX-Venture Exchange) accepts responsibility for the adequacy or accuracy of this Release.

